

 **UNIVERSITY of VIRGINIA**
OFFICE OF THE PRESIDENT

March 25, 2019

PERSONAL AND CONFIDENTIAL

Pamela M. Sutton-Wallace

Dear Pam,

This letter serves to document the terms of your appointment as Interim Executive Vice President, Health Affairs. I am deeply grateful for your willingness to provide leadership in this role during a time of transition at UVA. The term of this interim appointment is May 1, 2019 through December 31, 2019. Where terms have changed from your previous agreement, these terms will supersede.

To recognize the transition work you are currently doing, even before assuming the interim EVP position on May 1, you will receive a \$30,000 transition bonus, payable within 30 days of April 30, 2019. In addition, the FY19 incentive for which you are eligible in your current CEO role, will be prorated for the period of July 1, 2018 through April 30, 2019.

Effective May 1, 2019, your base salary will increase to \$775,000 annualized, \$64,583.34 monthly. You will be eligible for the current Health System incentive program of up to 30% of base pay, with goals to which you and I mutually agree, and to be determined within 30 days of the start of your interim appointment. Upon completion of this interim term, you are eligible for a \$75,000 retention bonus, paid into your UVA deferred compensation account.

When you return to the CEO position, your salary will be \$750,000 annualized, \$62,500 monthly, and you will again be eligible for the CEO incentive plan of up to 30%, in which you currently participate.

This appointment may be renewed or extended only upon our mutual written agreement, notwithstanding anything as may be to the contrary. Thank you for your willingness to assume this important interim role.

Best,



James E. Ryan
President


Signature of Acceptance, Pamela M. Sutton-Wallace

4/2/19
Date